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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

DOUG LITTLE, Interim Chairman

BOB STUMP

BOB BURNS

TOM FORESE

VACANT

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2016 JAN 15 P 4: 35

AZ CORP COMMISSION
DOCKET CONTROL

IN THE MATTER OF THE APPLICATION OF
PALO VERDE UTILITIES COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-04-0767

IN THE MATTER OF THE APPLICATION OF
SANTA CRUZ WATER COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-04-0767

**NOTICE OF FILING IN COMPLIANCE WITH
DECISION NO. 67830
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water
Company, in compliance with Decision No. 67830 in the above-captioned dockets submit the
attached Acquisition Schedule.

RESPECTFULLY submitted this 15th day of January, 2016.

SNELL & WILMER L.L.P.

Arizona Corporation Commission

DOCKETED

JAN 15 2016

DOCKETED BY

By

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One Arizona Center
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Phoenix, Arizona 85004

1 Original + 13 copies of the foregoing
2 filed this 15th day of January, 2016, with:

3 Docket Control
4 ARIZONA CORPORATION COMMISSION
5 1200 West Washington
6 Phoenix, Arizona 85007

7 Copies of the foregoing hand-delivered/mailed
8 this 15th day of January, 2016, to:

9 Dwight D. Nodes
10 Acting Administrative Law Judge
11 Hearing Division
12 Arizona Corporation Commission
13 1200 West Washington
14 Phoenix, Arizona 85007

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25 Brian Bozzo
26 Compliance Manager
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Attachment B

Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0586 and No. W-03576A-03-0586.

PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, Inc. during the three month period ending on the date this document is executed.

PART 2

As of November 30, 2015, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC		SCWC	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	74,063,703	100%	57,763,765	100%
	<u>\$ 74,063,703</u>	<u>100%</u>	<u>\$ 57,763,765</u>	<u>100%</u>
Francisco Grande				
Water Utility of Greater Tonopah				
Long-Term Debt*	-	0%	-	0%
Equity**	-	0%	4,621,111	100%
	<u>\$ -</u>	<u>100%</u>	<u>\$ 4,621,111</u>	<u>100%</u>
Willow Valley Water Co				
Water Utility of North Scottsdale				
Long-Term Debt*	-	0%	-	0%
Equity**	2,503,090	100%	(295,770)	100%
	<u>\$ 2,503,090</u>	<u>100%</u>	<u>\$ (295,770)</u>	<u>100%</u>
Hassayampa Utility Co				
CP Water Co.				
Long-Term Debt*	-	0%	-	0%
Equity**	2,480,735	100%	(940,792)	100%
	<u>\$ 2,480,735</u>	<u>100%</u>	<u>\$ (940,792)</u>	<u>100%</u>
Picacho Cove Water				
Picacho Cove Utilities				
Long-Term Debt*	-	0%	-	0%
Equity**	131,493	100%	452,500	100%
	<u>\$ 131,493</u>	<u>100%</u>	<u>\$ 452,500</u>	<u>100%</u>
Balterra Sewer				
Long-Term Debt*	-	0%	-	0%
Equity**	1,762,312	100%	-	-
	<u>\$ 1,762,312</u>	<u>100%</u>	-	-

*Include current portion of Long-term Debt.

**Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED RON FLEMING AND MIKE LIEBMAN DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

DocuSigned by:

x Ron Fleming

Signature of Officer

DocuSigned by:

x Mike Liebman

Signature of Officer